

UNITED STATES DISTRICT COURT
WESTERN DISTRICT OF TENNESSEE
MEMPHIS DIVISION

Filed in Open Court
10-21-05 jlee

IN RE CONCORD EFS, INC.
SECURITIES LITIGATION

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)

No. 02-2697 Ma
Judge Mays

FINAL JUDGMENT

1. Consistent with the terms of the Final Order Approving Class Action Settlement and Plan of Allocation entered on October 21, 2005, (the "Final Approval Order"), the settlement of this class action on the terms set forth in the parties' July 13, 2005 Stipulation and Agreement of Settlement of Class Action (the "Settlement Agreement"), is approved as fair, reasonable and adequate and consistent with and in compliance with all applicable requirements of the Federal Rules of Civil Procedure, the United States Constitution (including the Due Process Clause), the Rules of this Court and any other applicable law, and in the best interests of the Parties and the Settlement Class Members. Unless otherwise defined in this Final Judgment, the capitalized terms in the Final Judgment have the same meaning as they have in the Settlement Agreement.

2. The following Settlement Class is granted final certification for settlement purposes under Federal Rule of Civil Procedure 23(b)(3):

all persons or entities who purchased or otherwise acquired Concord EFS, Inc. ("Concord") Common stock, during the period from March 29, 2001 through September 4, 2002 (the "Class Period").

The Settlement Class certified by this Court for settlement purposes does *not* include:

- (a) such persons or entities who submitted valid and timely requests for exclusion from or objections to the Settlement Class;
- (b) such persons or entities who settled an actual or threatened lawsuit or other proceeding with Concord and released Concord from any further claims concerning their purchase or other acquisition of Concord common stock during the Class Period;
- (c) such persons or entities who are defendants, family members of the Individual Defendants, any entity in which Concord has or had a controlling interest during the Class Period or the legal representatives, heirs, executors, successors or assigns of any such excluded person or entity; or
- (d) any directors or officers of Concord during the Class Period.

3. All members of the Settlement Class as defined in paragraph 2 above are Class Members who are bound by this Final Judgment. The Settlement Agreement shall be binding on, and, as to all Released Claims, shall have *res judicata* and other preclusive effect in, all pending and future lawsuits, arbitrations or other proceedings maintained by or on behalf of, Lead Plaintiffs and all other Settlement Class Members, as well as their heirs, executors and administrators, successors, affiliates (as defined in 17 C.F.R. Part 210.1-02.b) and assigns.

4. The claims in the action are dismissed on the merits and with prejudice according to the terms (including the Release) set forth in the Settlement Agreement and in the Final Approval Order, without costs to any party except as provided therein.

5. The Court retains continuing and exclusive jurisdiction over the action for the reasons and purposes, and subject to the conditions, set forth in the Court's Final Approval Order.

FINAL JUDGMENT is hereby entered in accordance with Federal Rule of Civil Procedure 58 this 21st day of October, 2005.

A handwritten signature in black ink, appearing to read 'S. H. Mays, Jr.', written over a horizontal line.

Honorable Samuel H. Mays, Jr.
United States District Judge

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Notice of Distribution

This notice confirms a copy of the document docketed as number 143 in case 2:02-CV-02697 was distributed by fax, mail, or direct printing on October 24, 2005 to the parties listed.

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